

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
SIZMEK INC., <i>et al.</i> , ¹)	Case No. 19-10971 (SMB)
)	
Debtors.)	(Jointly Administered)
)	

**ORDER GRANTING IN PART DEBTORS' MOTION FOR ORDER PURSUANT
TO BANKRUPTCY CODE SECTIONS 105, 365, AND 554, BANKRUPTCY RULES
6006 AND 9014, AND LOCAL BANKRUPTCY RULE 6006-1 AUTHORIZING AND
APPROVING EXPEDITED PROCEDURES FOR REJECTION OR ASSUMPTION
OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES AND GRANTING
RELATED RELIEF**

Pursuant to *Order Granting in Part Debtors' Motion for Order Pursuant to Bankruptcy Code Sections 105, 365, and 554, Bankruptcy Rules 6006 and 9014, and Local Bankruptcy Rule 6006-1 Authorizing and Approving Expedited Procedures for Rejection or Assumption of Executory Contracts and Unexpired Leases and Granting Related Relief* [Doc. No. 183] (the "Order") and the *Notice of Rejection of Certain Executory Contracts and Unexpired Leases* [Doc. No. 188] (the "Notice") filed in accordance therewith; and due and sufficient notice of the Order and Notice having been given under the particular circumstances; and it appearing that no other or further notice need be provided; and it appearing that the relief requested by the Notice is in the best interests of Debtors, their estates, their creditors, their stakeholders, and other parties in interest; and after due deliberation thereon, and sufficient cause appearing therefor, **and there being no objection (See Docket No. 237)** it is hereby [SMB: 6/17/19]

¹ Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Sizmek Inc. (4624); Point Roll, Inc. (3173); Sizmek DSP, Inc. (2319); Sizmek Technologies, Inc. (6402); Wireless Artist LLC (0302); WirelessDeveloper, Inc. (9686); X Plus One Solutions, Inc. (8106);

and X Plus Two Solutions, LLC (4914). The location of Debtors' service address for purposes of these chapter 11 cases is: 401 Park Avenue South, 5th Floor, New York, NY 10016.

ORDERED, ADJUDGED AND DECREED that:

1. The Contracts listed on **Schedule 1** attached are deemed rejected as of the date set forth in **Schedule 1** or such other date as the Debtors and the counterparty or counterparties to such Contract(s) agree.
2. Any claims arising out of the rejection of Contracts pursuant to this Order must be filed on or before the later of (i) thirty (30) days after the date of service of this Order and (ii) any applicable claims bar date for filing proofs of claim established in these chapter 11 cases. If no proof of claim is timely filed, such claimant shall be forever barred from asserting a claim for damages arising from the rejection and from participating in any distributions on such a claim that may be made in connection with these chapter 11 cases.
3. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.
4. Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
5. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

New York, NY

Dated: June 17th, 2019

/s/ STUART M. BERNSTEIN

THE HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

SCHEDULE 1

Rejected Contracts

Debtors(s) Party to Contract	Counterparty	Counterparty Address	Description of Contract	Abandoned Personal Property³	Rejection Date
Sizmek DSP, Inc.	Informatica LLC	Informatica LLC c/o CBRE, Inc. P.O. Box 82567 Goleta, CA 93118-2567 and Informatica LLC c/o CBRE, Inc. 5100 Poplar Avenue Suite 1000 Memphis, TN 38137	Lease dated October 26, 2016 for non-residential real property located at 2000 Seaport Boulevard, Suite 400, Redwood City, CA, as amended, modified or otherwise supplemented	All remaining personal property Approximate Book Value: \$2,500	May 22, 2019
Sizmek Technologies, Inc.	WeWork Uptown	WeWork Uptown 1920 McKinney Ave Dallas, TX 75201 and 1920 McKinney Ave Tenant LLC 1920 McKinney Ave Dallas, TX 75201 WE-US-81943@wework.com	Lease of non-residential real property located at 1920 McKinney Ave, 8th Floor, as amended, modified or otherwise supplemented	All remaining personal property Approximate Book Value: \$1,000	May 22, 2019

³ All of the Abandoned Personal Property listed herein is either burdensome to remove or of inconsequential value.

Debtors(s) Party to Contract	Counterparty	Counterparty Address	Description of Contract	Abandoned Personal Property³	Rejection Date
Sizmek, Inc.	TechSpace Geary, Inc.	TechSpace Geary, Inc. Attn: Corri Uyeda 77 Geary Street San Francisco, CA 94108 and TechSpace Geary, Inc. 65 Enterprise Aliso Viejo, CA 92656	Accommodations and Services License Agreement, dated February 14, 2019 for 77 Geary Street, Suite 520 San Francisco, CA 94108, as amended, modified or otherwise supplemented	All remaining personal property Approximate Book Value: \$0.00	May 22, 2019
Sizmek DSP, Inc.	Ray Morgan Company	Ray A. Morgan Company 3131 Esplanade Avenue Chico, CA 95973	Value Rental Lease Agreement, as amended, modified or otherwise supplemented	N/A	May 22, 2019
Sizmek DSP, Inc.	Data Sales Co., Inc.	Data Sales Co. 3450 West Burnsville Parkway Burnsville, MN 55337	Master Equipment Lease, including all related Schedules, as amended, modified or otherwise supplemented	N/A	May 22, 2019
Sizmek DSP, Inc.	WiLine Networks, Inc.	WiLine Networks, Inc. 104 Carnegie Center Princeton, NJ 08540 and WiLine Networks, Inc. Direct Sales Office 1599 Industrial Road San Carlos, CA 94070 admin.wiline@wiline.com	Customer Service Agreement, as amended, modified or otherwise supplemented	N/A	May 22, 2019

Debtors(s) Party to Contract	Counterparty	Counterparty Address	Description of Contract	Abandoned Personal Property³	Rejection Date
Sizmek DSP, Inc.	ACC Business	ACC Business 400 West Avenue Rochester, NY 14611	ACC Business Multi-Service Agreement, as amended, modified or otherwise supplemented	N/A	May 22, 2019
Sizmek DSP, Inc.	NFS Leasing, Inc.	NFS Leasing, Inc. 900 Cummings Center Suite 226-U Beverly, MA 01915 and Richard E. Mikels, Esq. Pachulski Stang Ziehl & Jones LLP 780 Third Avenue, 34th Floor New York, NY 10017 rmikels@pszjlaw.com	Master Equipment Lease No. 2016-460, dated January 31, 2017, including all related Schedules, as amended, modified or otherwise supplemented	N/A	May 22, 2019
Sizmek DSP, Inc.	NFS Leasing, Inc.	NFS Leasing, Inc. 900 Cummings Center Suite 226-U Beverly, MA 01915 and Richard E. Mikels, Esq. Pachulski Stang Ziehl & Jones LLP 780 Third Avenue, 34th Floor New York, NY 10017 rmikels@pszjlaw.com	Lease Agreement, including all related Schedules, as amended, modified or otherwise supplemented	N/A	May 22, 2019

Debtors(s) Party to Contract	Counterparty	Counterparty Address	Description of Contract	Abandoned Personal Property³	Rejection Date
Sizmek DSP, Inc.	NFS Leasing, Inc.	NFS Leasing, Inc. 900 Cummings Center Suite 226-U Beverly, MA 01915 and Richard E. Mikels, Esq. Pachulski Stang Ziehl & Jones LLP 780 Third Avenue, 34th Floor New York, NY 10017 rmikels@pszjlaw.com	Lease Agreement, including all related Schedules, as amended, modified or otherwise supplemented	N/A	May 22, 2019
Sizmek DSP, Inc.	Dell Financial Services L.L.C.	Dell Financial Services L.L.C. Attn: Legal Department One Dell Way Round Rock, TX 78682	Master Lease Agreement, dated June 13, 2014, including all related Schedules, as amended, modified or otherwise supplemented	N/A	May 22, 2019